

IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF DELAWARE

HONEYWELL INTERNATIONAL, :  
INC., and HONEYWELL :  
INTELLECTUAL PROPERTIES, :  
INC., :

Plaintiffs, :

vs. : CIVIL ACTION NO.  
: 04-1337-JJF

AUDIOVOX COMMUNICATIONS :  
CORP., AUDIOVOX :  
ELECTRONICS CORPORATION, :  
NIKON CORPORATION; NIKON, :  
INC., NOKIA CORPORATION; :  
NOKIA, INC., SANYO :  
ELECTRIC CO., LTD., and :  
SANYO NORTH AMERICA :  
CORPORATION, :

Defendants. :

HONEYWELL INTERNATIONAL, :  
INC., and HONEYWELL :  
INTELLECTUAL PROPERTIES, :  
INC., :

Plaintiffs, :

vs. : CIVIL ACTION NO.  
: 04-1338-JJF

APPLE COMPUTER, INC.; :  
ARGUS A/K/A HARTFORD :  
COMPUTER GROUP, INC.; :  
CASIO COMPUTER CO., LTD; :  
CASIO INC.; CONCORD :  
CAMERAS; DELL INC.; :  
EASTMAN KODAK COMPANY; :  
FUJI PHOTO FILM CO., LTD. :  
;FUJI PHOTO FILM U.S.A., :  
INC.; FUJITSU LIMITED; :

CORBETT REPORTING - A VERITEXT COMPANY  
320 North Market Street Wilmington, DE 19899  
(302) 571-0510

1 FUJITSU COMPUTER :  
 PRODUCTS OF AMERICA, :  
 2 INC.; KYOCERA WIRELESS :  
 CORP.; MATSUSHITA :  
 3 ELECTRICAL INDUSTRIAL :  
 CO.; MATSUSHITA :  
 4 ELECTRICAL CORPORATION OF :  
 AMERICA; NAVMAN NZ :  
 5 LIMITED; NAVMAN U.S.A., :  
 INC; OLYMPUS CORPORATION; :  
 6 OLYMPUS AMERICA, INC.; :  
 PENTAX CORPORATION; :  
 7 PENTAX U.S.A., INC.; SONY :  
 CORPORATION; SONY :  
 8 CORPORATION OF AMERICA; :  
 SONY ERICSSON MOBILE :  
 9 COMMUNICATIONS AB; SONY :  
 ERICSSON MOBILE :  
 10 COMMUNICATIONS (USA) :  
 INC.; TOSHIBA :  
 11 CORPORATION; and TOSHIBA :  
 AMERICA, INC., :

12 :  
 Defendants. :  
 13 -----  
 OPTREX AMERICA, INC., :  
 14 :  
 Plaintiff, :  
 15 :  
 vs. : CIVIL ACTION NO.  
 16 : 04-1536-JJF  
 HONEYWELL INTERNATIONAL, :  
 17 INC., and HONEYWELL :  
 INTELLECTUAL PROPERTIES, :  
 18 INC., :  
 :

19 Defendant. :  
 20 - - -

21 Teleconference in the above  
 captioned matter, taken pursuant to notice, before  
 22 Sara J. Heavens, Registered Professional Reporter  
 and Notary Public, in the law offices of Fox  
 23 Rothschild, LLP, 919 Market Street, Wilmington,  
 Delaware, on Thursday, September 24, 2009, beginning  
 24 at approximately 1:00 p.m., there being present:  
 25 - - -

1     BEFORE:     THE HONORABLE VINCENT J. POPPITI,  
                  SPECIAL MASTER

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4     APPEARANCES:

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6                   MORRIS NICHOLS ARSHT & TUNNELL, LLP

                  BY:     THOMAS C. GRIMM, ESQUIRE

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9

                  for Honeywell

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11                   DUANE MORRIS, LLP

                  BY:     MATTHEW NIEDERMAN, ESQUIRE

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                  1100 North Market Street, Suite 1200

                  Wilmington, Delaware 19801

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                  MNiederman@duanemorris.com

                  Phone: (302) 657-4920

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                  for Intralux

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1           SPECIAL MASTER POPPITI: May I ask who's  
2           on for Honeywell, please?

3           MR. GRIMM: Tom Grimm here, Your Honor.

4           SPECIAL MASTER POPPITI: Thank you, Tom.  
5           And for Intralux, please?

6           MR. NIEDERMAN: Matt Niederman here, Your  
7           Honor.

8           SPECIAL MASTER POPPITI: Thank you both.  
9           I really appreciate your taking this call on  
10          short notice. Let me tell you why I thought it  
11          was important for me to convene what I expect  
12          to be a brief conversation with the both of  
13          you. As I start to turn my attention to do  
14          some wrap-up matters involving Honeywell and  
15          Intralux, certainly one of the matters that I  
16          need to attend to is the application for fees.  
17          And for my purposes and for purposes of the  
18          transcript, I have marked that as DF Number  
19          13A.

20          And as I started to do that, I realized  
21          that to do a full Lodestar analysis, if you  
22          will, of any fee application, you both know is  
23          a tedious responsibility, regardless of how it  
24          comes out in terms of the number of dollars  
25          awarded.

1           And I thought it was fair for me to say at  
2           the front end of my beginning to look at this  
3           for purposes of bringing it to closure from my  
4           desk, that as you both would anticipate, that  
5           Honeywell is going to be awarded some fees, and  
6           I am mindful of the fact that Honeywell has  
7           suggested that they have incurred fees in the  
8           amount of \$44,636. They had requested \$22,000.

9           And my responsibility, of course, is if I  
10          reject the requested \$22,000 and, therefore,  
11          launch into a Lodestar analysis, I'm going to  
12          be spending money from this end that you all  
13          may not want me to be spending. And I was  
14          anticipating that at least by virtue of saying  
15          that, I'm wondering whether you, in conjunction  
16          with conversations that you may have or that I  
17          expect you would have with your lead counsel,  
18          can't you get back to the table and come up  
19          with some agreement short of \$22,000 that  
20          Honeywell is requesting?

21          My concern is that I am going to be  
22          spending money, and if I do a Lodestar  
23          analysis, I can kind of give you an indication  
24          back of the envelope, but I'm not sure that you  
25          want that at this juncture. But I think that

1 my suggestion that there should be some  
2 conversation to get under the \$22,000 may be  
3 enough to say why spend my money when it's  
4 better spent within a number we can confer as  
5 between the parties.

6 MR. GRIMM: Well, as far as Honeywell is  
7 concerned, Your Honor, we appreciate the  
8 opportunity to do that. We appreciate you  
9 reaching out and giving the parties an  
10 opportunity to do that. I'm sure Honeywell  
11 would be happy to do that. I think you saw  
12 from our papers that we did continually reduce  
13 the amount that we were asking for.

14 SPECIAL MASTER POPPITI: You did.

15 MR. GRIMM: To try to get a resolution  
16 without bringing it in front of Your Honor.

17 SPECIAL MASTER POPPITI: Right.

18 MR. GRIMM: So I'm sure Honeywell would be  
19 happy to have another conversation with Matt's  
20 folks.

21 MR. NIEDERMAN: And this is Matt. I'm  
22 sure we'd be happy to have a conversation as  
23 well to see if we can get that resolved without  
24 having to trouble you with engaging in a full  
25 Lodestar analysis.

1 SPECIAL MASTER POPPITI: Good.

2 MR. NIEDERMAN: I'll make every effort I  
3 can to facilitate that.

4 SPECIAL MASTER POPPITI: Good. The only  
5 thing that I would add to that is if you  
6 could -- and I realize everyone is really  
7 certainly focused on other -- certainly,  
8 Honeywell is focused on other important matters  
9 leading to this trial -- if you could give me  
10 some idea by close of business tomorrow, not  
11 where you are, but when you can give me some  
12 definitive answer. So if your conversations  
13 don't result in a resolution -- and I really  
14 anticipate, trust and hope that they would --  
15 then I can turn my attention to what would have  
16 to be a full Lodestar analysis.

17 MR. GRIMM: That sounds like a plan.

18 SPECIAL MASTER POPPITI: Okay.

19 MR. NIEDERMAN: Great. Thank you, Your  
20 Honor.

21 SPECIAL MASTER POPPITI: Thank you both  
22 for taking the call.

23 - - -

24 (Whereupon the teleconference  
25 concluded at 1:06 p.m.)

C E R T I F I C A T E

I, SARA J. HEAVENS, being a Registered Professional Reporter, a Notary Public, do hereby certify that the foregoing teleconference was taken stenographically by me and that this transcript is a true and correct transcript of the same, fully transcribed under my direction, to the best of my ability and skill.

I further certify that I am not a relative, employee or attorney of any of the parties in this action; that I am not a relative or employee of any attorney interested in the event of this action.

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SARA J. HEAVENS, RPR, CCR

CCR License No. 30X100211400

NOTARY PUBLIC

Commission expires 12/4/11



<p><b>A</b></p> <p>AB 2:9 ability 8:9 action 1:6,16 2:15 8:12,14 add 7:5 agreement 5:19 AMERICA 1:10 2:1,4,6,8,11,13 amount 5:8 6:13 analysis 4:21 5:11 5:23 6:25 7:16 answer 7:12 anticipate 5:4 7:14 anticipating 5:14 APPEARANCES 3:4 APPLE 1:17 application 4:16 4:22 appreciate 4:9 6:7 6:8 approximately 2:24 ARGUS 1:18 ARSH 3:6 asking 6:13 attend 4:16 attention 4:13 7:15 attorney 8:11,13 AUDIOVOX 1:7,7 awarded 4:25 5:5 A/K/A 1:18</p>	<p>captioned 2:21 CASIO 1:19,19 CCR 8:17,17 certainly 4:15 7:7 7:7 certify 8:5,10 CIVIL 1:6,16 2:15 close 7:10 closure 5:3 come 5:18 comes 4:24 Commission 8:18 COMMUNICA... 1:7 2:9,10 COMPANY 1:20 1:24 COMPUTER 1:17 1:18,19 2:1 concern 5:21 concerned 6:7 concluded 7:25 CONCORD 1:19 confer 6:4 conjunction 5:15 continually 6:12 convene 4:11 conversation 4:12 6:2,19,22 conversations 5:16 7:12 CORBETT 1:24 CORP 1:7 2:2 CORPORATION 1:8,8,9,11 2:4,5,6 2:7,8,11 correct 8:7 counsel 5:17 course 5:9 COURT 1:1</p>	<p>3:7,12 DELL 1:20 desk 5:4 DF 4:18 direction 8:8 DISTRICT 1:1,1 dollars 4:24 DUANE 3:11</p> <p><b>E</b></p> <p>E 8:1,1 EASTERN 1:1 EASTMAN 1:20 effort 7:2 ELECTRIC 1:10 ELECTRICAL 2:3,4 ELECTRONICS 1:8 employee 8:11,13 engaging 6:24 envelope 5:24 ERICSSON 2:8,9 ESQUIRE 3:6,11 event 8:13 expect 4:11 5:17 expires 8:18</p>	<p><b>G</b></p> <p>give 5:23 7:9,11 giving 6:9 going 5:5,11,21 Good 7:1,4 Great 7:19 Grimm 3:6 4:3,3 6:6,15,18 7:17 GROUP 1:18</p> <p><b>H</b></p> <p>happy 6:11,19,22 HARTFORD 1:18 Heavens 2:22 8:3 8:17 Honeywell 1:2,3 1:13,13 2:16,17 3:9 4:2,14 5:5,6 5:20 6:6,10,18 7:8 Honor 4:3,7 6:7,16 7:20 HONORABLE 3:1 hope 7:14</p> <p><b>I</b></p> <p>idea 7:10 important 4:11 7:8 incurred 5:7 indication 5:23 INDUSTRIAL 2:3 INTELLECTU... 1:3,14 2:17 interested 8:13 INTERNATIO... 1:2,13 2:16 Intralux 3:14 4:5 4:15 involving 4:14</p>	<p>know 4:22 KODAK 1:20 KYOCERA 2:2</p> <p><b>L</b></p> <p>launch 5:11 law 2:22 lead 5:17 leading 7:9 License 8:17 LIMITED 1:22 2:5 LLP 2:23 3:6,11 Lodestar 4:21 5:11 5:22 6:25 7:16 look 5:2</p> <p><b>M</b></p> <p>marked 4:18 Market 1:24 2:23 3:7,12 MASTER 3:1 4:1 4:4,8 6:14,17 7:1 7:4,18,21 MATSUSHITA 2:2,3 Matt 4:6 6:21 matter 2:21 matters 4:14,15 7:8 MATTHEW 3:11 Matt's 6:19 mindful 5:6 MNiederman@... 3:13 MOBILE 2:8,9 money 5:12,22 6:3 MORRIS 3:6,11</p>
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